

MARVEL
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PG-13

STAN LEE • ALAN DAVIS • MARK FARMER

SPIDER-MAN.

THE OFFICIAL MOVIE ADAPTATION



SPIDER-MAN.

Stan Lee • script

Based on the screenplay by David Koepp

Based on the Marvel comic book by

Stan Lee and Steve Ditko

Alan Davis • pencils

Mark Farmer • inks

Dave Kemp • colors

Dave Sharpe • letters

C.B. Cebulski • associate editor

Brian Smith • associate editor

Ralph Macchio • editor

Joe Quesada • editor in chief

Bill Jemas • president

special thanks to Brian Michael Bendis

I know what you're saying to yourself. You're saying: look at that-- a guy in tights sticking to a wall--

--that's not something you see every day.

I bet you're saying: Now, that's a guy without a care in the world.

Well, you'd be bettin' wrong.

Because the story I am about to tell you isn't one for the faint of heart. And it isn't for the squeamish.

Well, it might be for the squeamish. I don't know-- I haven't met many squeamish people.

But where to start...

Well, there's my earliest memory...

The first thing I remember is the day the social worker dropped my tiny tush off on my Aunt May and Uncle Ben's doorstep.

Peter, this is your new home.

Say hello, Peter.

Hello.

I didn't fully understand what was happening that day-- but by the time I did, it didn't matter.

They were a father and mother to me.

And then there's my neighbor, Mary Jane Watson.

I liked her before I even liked girls.

Of course I never let a little thing like her not even knowing I was alive get in the way of our non-existent relationship.





And we have fifteen genetically enhanced spiders for--

Uh-- there's only fourteen.

What?

There's only fourteen in that case.

Hmmm, perhaps one is being observed in the back. Let's move onto the--



--uh--um-- MJ? May I take your picture for the school newspaper.

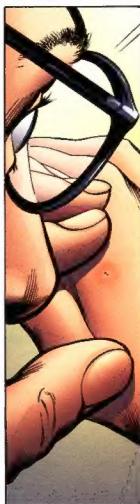
Oh! Are you serious? Okay. But only if you promise not to make me ugly.



That-- that would be impossible.



Aahhh!



Osborn, your experiment is taking too long.

You know the military's waiting for your human performance enhancer.

I've already seen your glider. That's not why I'm here.



Gentlemen, the performance enhancer is a complex experiment. The psychological variables alone are--

I'm sorry Osborn, if you don't have concrete results in two weeks, we're pulling the plug and taking the project elsewhere.



The next morning.

Peter, breakfast!

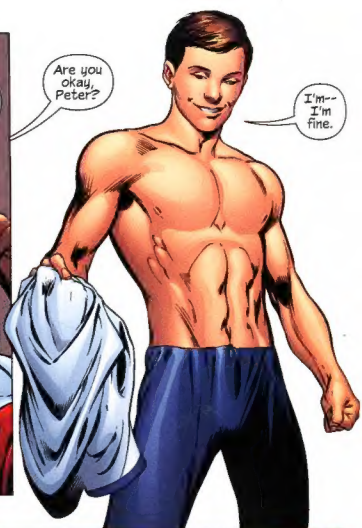
Peter?



Ugh-- I don't even remember falling asleep.

I can see!

I-- hey! Wow! I-I can see without my glasses.



Are you okay, Peter?

I'm-- I'm fine.



I know I'm going nuts-- even the school cafeteria food tastes great.

I-I've never felt better in my-- uh oh.



I gotta get out of here. I-- oh no!


Aaggh! Parker! You class A spaz!



Was an accident.

My fist breaking your teeth...that's the accident.





Something has happened to me--
something I can't--



The spider.



The spider.



Aaahh
hahaha
haha!!

Later, The
Parker home...

CRASH!

Peter,
are you
okay?

I'm
fine.

OsCorp.

Midnight.

Please,
Norman, please
rethink this.

Start
the process,
Doctor
Stromm.

But the
tests--

We are
fresh out of
time and money,
Stromm.

If we lose
this contract, I
will lose control of
the company. *My*
company!

I can't
have that
happen. I just
can't.

Start the
process
now--



Osborn's
Manhattan
penthouse.

Dawn.

Dad!
How long have
you been sitting
here?

I-I'm not
really sure,
son.



Dad, you can't
keep driving your-
self like this.

I don't need
lectures on how
to succeed from a
C student, Harry!
Worry about
yourself.



I have to see Mr. Osborn.

My father isn't well.

It's all right, Harry. She's an employee.



Mr. Osborn, Dr. Stromm is dead.

The lab-- the lab's been destroyed!

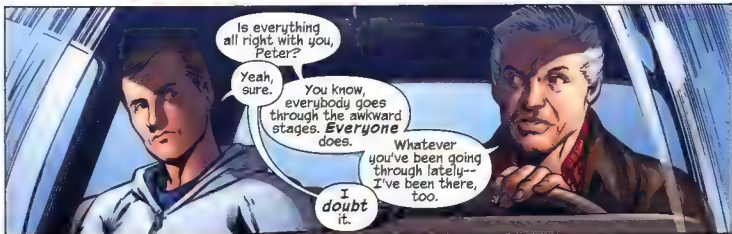
The next morning...

Have fun at the library. Wear your seatbelts-- both of you.



Yeah--uh--I'll get something to eat at the library. So don't worry about me for dinner.

I'll be home early for dinner, dear.



Is everything all right with you, Peter?

Yeah, sure.

You know, everybody goes through the awkward stages. **Everyone** does.

Whatever you've been going through lately-- I've been there, too.

I doubt it.



Just like your father. You're so smart, smarter than I'll ever be.

The world is out there just waiting to see what you're going to bring to it. And that's power, Peter. **Power.**

Okay.

And with great power there must also come great responsibility.

Okay!



I know I'm not your father.

Then stop pretending to be. Just let me have a moment to think.

Okay, Peter. Fine.

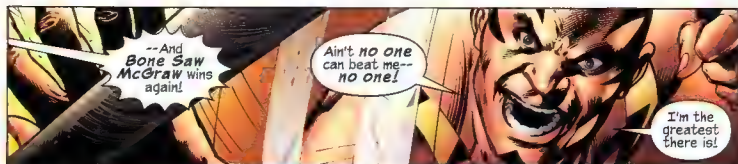


Task-- I shouldn't have snapped at Uncle Ben like that, he doesn't know how crazy my life is.



Well, maybe after I use these powers of mine to start helping to pay the bills, I'll just come clean.

Okay, time to see what these powers are worth.



--And **Bone Saw** wins again!

Ain't **no** one can beat me--
no one!

I'm the greatest there is!



C'mon, ya bunch'a spineless weaklings!

Who else wants'a be crushed by Bone Saw?



I'd like to try.

Your insurance paid up?

Let *me* worry about that.

It's your funeral.



Ladieees and gentlemen! We have a new vict--eh, a new contender!

He calls himself **Spider-Man!**

Let's hope there's a doctor in the house!

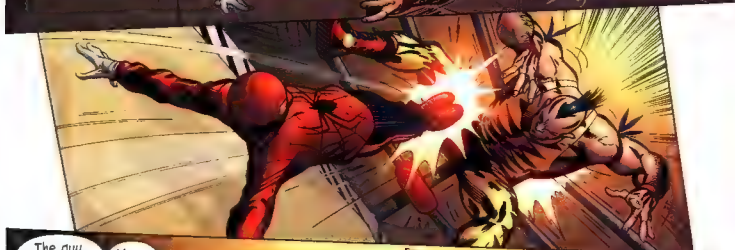


Well, *that's* encouraging.



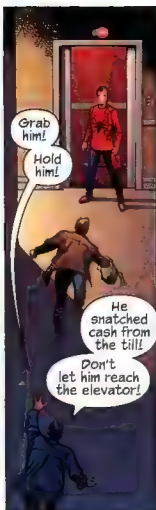
How d'ya want it, Shorty? A broken leg or a busted back?

Oh man, I'm not good with multiple choice.





Stop that man!



Grab him!

Hold him!

He snatched cash from the till!

Don't let him reach the elevator!



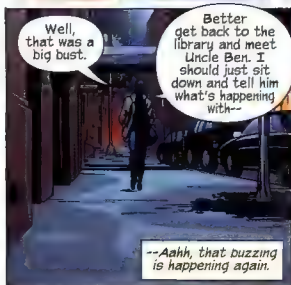
What's with you?

What?

All-- all you had to do was hold him, trip him-- anything.

I missed the part where that's my problem.

But--you just stood there and let him get away.



Well, that was a big bust.

Better get back to the library and meet Uncle Ben. I should just sit down and tell him what's happening with--

--Aahh, that buzzing is happening again.



Stay back, fella. This is a crime scene.

I'm sorry, son. There's nothing you--

NO!!! Uncle Ben!!



It was just a random car-jacking. We got the call-- they're on the guy.

He's heading South, down 5th Avenue. They'll get him. Don't you worry, they'll get him.





Cops all
around the
place!

I'll have'ta
shoot my
way out!

It's not the
cops you've
got to worry
about.

You
ruined my life!!
You killed an
innocent--

--oh
no...

You're
the guy from
the wrestling
arena.

I just
stood there--
and let you
go.

And now--
because of
that--Uncle Ben
is dead!

Quest
Aerospace.

One week
later.

Well, you
people at Quest
finished your armor
prototype faster and
more efficiently than
Osborn could.

So, I am
going to recommend
to the Pentagon that
the full contract be
awarded to you
immediately.

Your
country
needs
you.

Uh--
Tower?

There's
something coming
right at me! I can't
read it on my-- it's
coming right--

What
was *that*?
Was that
part of the
test?

Oh my
god! What
is that
thing?

It-- it
looks like
a demon!

OsCorp extends
its deepest sympathies
to the friends and families
of our peers at Quest
Aerospace

But I promise that
we at OsCorp will do
our best to hold to the
high standards to which
our friendly competition
brought us.

OS CORP



Come on, Peter, you and me in the big city. I'm getting this huge loft.

There's tons of room for you.

I don't know--I like to pay my own way.

My dad is already paying for it. You'll buy books instead--

Well, let me think about it.



Your aunt seems to be having the time of her life.

Well, she sacrificed enough to get me here-- she deserves a little fun.

She's hitting it off with my dad-- that's entirely weird.

Mr. Osborn, Peter has told me so much about you.

Your nephew is a remarkable boy.



He made the Honor Roll!

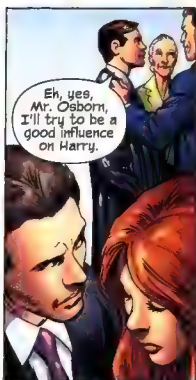
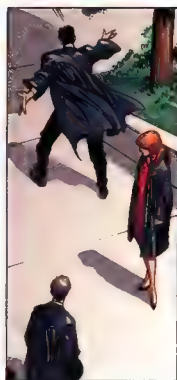
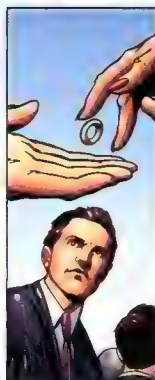
As well he should.

Dad, I asked Peter to move in next semester-- I think he needs a little arm-twisting though.

Peter, we need you to keep Harry out of trouble. Maybe a little of your good attitude will rub off on him.



I'll think about it. It's a tempting offer.



Eh, yes, Mr. Osborn, I'll try to be a good influence on Harry.

I can't make a play for MJ when my best friend is also after her.

Anyway, why kid myself? How could I ever compete with a millionaire's son?

But I've got to stop thinking about myself and consider the bigger picture.

"With great power there must also come great responsibility."

I can't get Uncle Ben's last words to me out of my mind.

I've got to use my new powers--to do good--

--as Uncle Ben would have wanted.

This is the last store you'll ever rob!

Don't worry, lady. This creep's mugging days are over!

He may be outside the law--

--but I like his style.

COURTESY OF
YOUR FRIENDLY
NEIGHBORHOOD
SPIDER-MAN

Don't tell me Spider-Man's human.

I seen it buildin' a nest on top of a roof.

Wait'll his wife learns he's runnin' around at night in tights!

With all those webs, he ought to be cited for littering.

One thing's for sure--our hero gives the city something to talk about.

FOR CASH OF
SPIDER-MAN!
PHOTOS

Hey, this could be easy money for me! And the career break I've been looking for.

It's not hard to take action photos of yourself--

--when you've hung a pre-focused, automatic camera on webbing nearby!



The Office of J. Jonah Jameson, publisher of the Daily Bugle.

Crap! Crap! Crap! Did you actually look through the camera when you took these?

Out of focus-- crap.

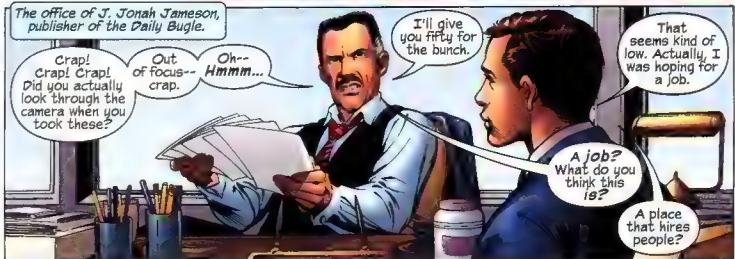
Oh-- Hmmm...

I'll give you fifty for the bunch.

That seems kind of low. Actually, I was hoping for a job.

A job? What do you think this is?

A place that hires people?



Well, this isn't a halfway house for wayward amateur photographers, this is a great metropolitan newspaper.

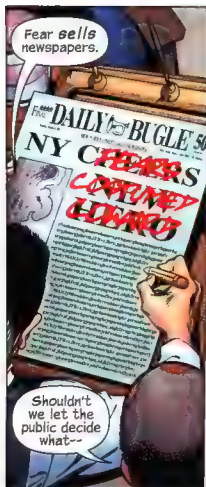
But I need--

You need a job like I need a new haircut-- just be a man and make a name for--

We got the headline layout: **New York Cheers New Hero.**

Cheers?! Cheers?! I don't hear cheers. I hear fear.





Fear sells newspapers.

Shouldn't we let the public decide what--



I--uh-- think he's right. The word on the street--

What is this kid still doing here? Recess is over, go back to class.

As for this Spider-Man-- that costume reeks of cowardice.

He's up to some shenanigans or he wouldn't wear a mask.

He'd be in here right now giving me the interview of the year instead of skulking around in the shadows.



I still don't see why you have to *bad mouth* him when all he did was--

All right. All right-- if you're going to loiter, loiter around the World Unity Festival.

Get something I can print and I'll give you some lunch money.



Oscorp industries board meeting.

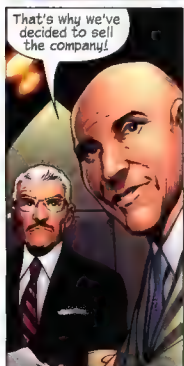
We have something to tell you, Norman.

Fine. I'm listening.

That's why we have these meetings.

To give my directors a chance to air their views.

Profits are up, costs are down. Business has never been better.



That's why we've decided to sell the company!



But-- you can't! It's my company. I built it.



That's true, Norman. But we have the votes.

We'll announce the sale right after the World Unity Festival.



The World Unity Festival in
New York's Times Square.



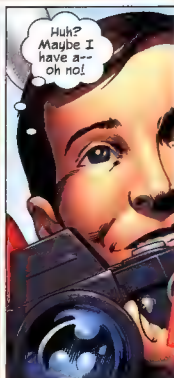
Might as
well snap some
pix before the
dull speeches
start.

Oh, there's
Harry with
Mary Jane.

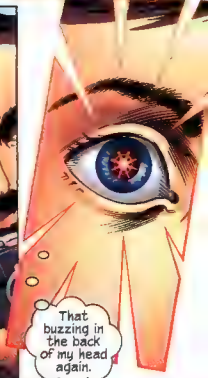
Just my
luck. She ditches
Flash! and then my
best friend takes
over.



Huh?
Maybe I
have a--
oh no!



That
buzzing in
the back
of my head
again.





Wow!
I heard there'd be
entertainment!

But I
never expected
anything like
this!

Who
is he?
How does
he fly that
thing?

Is
that our
glider?

Did you
arrange
this?

Of
course
not!



I'm falling!

Mary Jane!

Where'd she go?

Can't see her through the smoke!

Harry-- help me!

Hang on! Don't let go!


I'll find a way-- to reach you!

Well, well! If it isn't the sniveling board of OsCorp!

Let's see what good all your votes will do you now!

It's no use! You're too far away!

Stay there! I'll try to get a rope!

A dynamic comic book panel showing Spider-Man and the Green Goblin in mid-air. Spider-Man is on the left, wearing his iconic red and blue suit, with his arms outstretched. The Green Goblin is on the right, wearing his green, textured, bat-like suit with a mask that has glowing yellow eyes and a jagged mouth. They are both falling or flying through a blue sky with white clouds. In the background, a large, ornate, blue and silver structure, possibly a part of a ship or a large building, is visible. Below them, a large, white, winged glider is shown in a steep descent, with a small figure of Spider-Man on it. The glider is surrounded by flames and smoke, suggesting it has been damaged or is on fire. In the bottom right corner, there is a small inset showing Spider-Man in a different pose, possibly from a different angle or a different scene. The overall tone is action-packed and dramatic.

Aaaww, you
got your theme
day all wrong.

Green
Crazy Lunatic
costume day was
last Friday.

That tent
broke his
fall!

The glider's
zooming down
to him!





Wave
goodbye for the
cameras!

That
armor of his
almost broke
my knuckles!

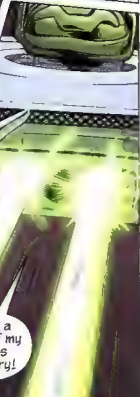


So the
time has come
to take my
leave.

That glider--
obeys his every
command!



But
before I
depart this
vale of
tears--



Here's a
taste of my
glider's
weaponry!



Sheesh!
With that flying
gizmo, he's like
a one-man
army!



Bored so
soon with our
little game,
my spidery
friend?

You won't
escape me
so easily.

He'll
haveta
wait.

Mary
Jane needs
me!



She's still clinging to that wall.

And Harry can't reach her.

I shouldn't have delayed so long!

Hang on, MJ -- I'm coming!

I wouldn't bet on that!

You and I are going for a little ride.

Because I want to show you--

If that's your idea of fun--

--what happens to those who interfere with me!!

--then you'll get a big laugh out of this!

Big mistake, Spider-Man.



At least
he knocked
me near to
where MJ
is!

Please--
can you get me
off here--

--before
this slab breaks
loose?!!

I'll
answer
for him, if
I may!

His
answer's "no,"
because--

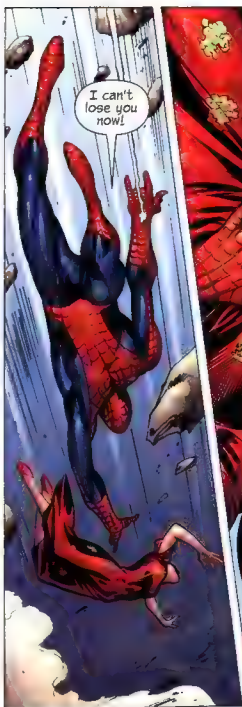
My eyes!
What---??!

For a guy
whose mouth
doesn't move,
you sure do like
to hear your-
self talk.

And this'll
make your
glider harder
to handle!

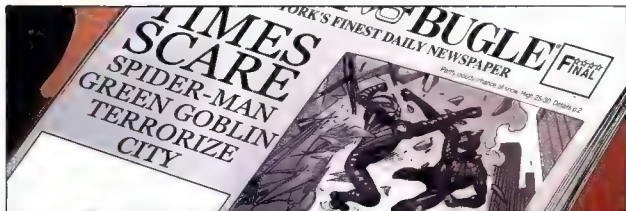
The
slab's tilting!
I-I'm sliding
off!

Noooo!



Norman
Osborn's
penthouse.

The next
day.



How
could that have
happened? And--
where was I?



My board
members, all
killed!

No! it's-- it's
impossible!



Why can't I
remember?

Because
you don't want
to remember



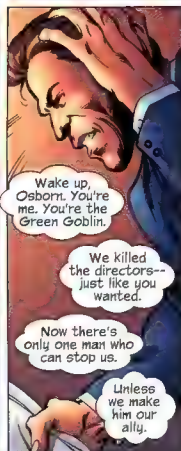
Who
said that?
Who's
there?

Follow
the cold
shiver running
down your
spine.



That
voice--
it's like
mine.

But
where's
it coming
from?



Wake up,
Osborn. You're
me. You're the
Green Goblin.

We killed
the directors--
just like you
wanted.

Now there's
only one man who
can stop us.

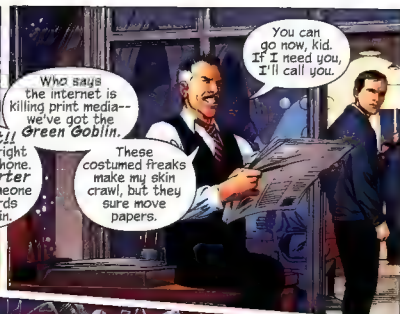
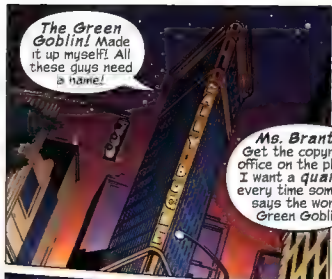
Unless
we make
him our
ally.



Who?
Who is
it?



You're
looking
at him!



Spider-Man!



This time I'm ready for you.

Have a whiff of sleeping gas.

Sweet dreams, web-head!

That was just to show you who's top gun around here!

C'mon, wake up. I'm a busy little goblin.

This is your lucky day, bug-eyes.

I'm offerin' you the chance to team up with me.

Between the two of us, we can turn this town upside down!

I don't know.

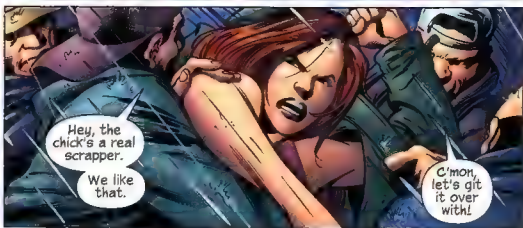
Upside down might make me dizzy.

I'm gonna take that as a "maybe."

So think about it, hear?

'Cause if you don't come aboard--

--I'll crush you like the insect you are!







A fire-- in that deserted building!

There's someone trapped in the flames!

I'm coming! Hold on-- hold on!!

Don't be afraid...

...just yell so I can...



Wow, you fell for that pretty good, webs.

You-- you started this fire? Why?

You're insane!

Innocent people could die from this.

A little attention grabber just for you.

I need an answer! In or out?



A life lesson, kid, and this one is on the house...

No one is innocent!

Aaggh!!



So it's safe to say you're a "the glass is half empty" kind of gal.

Don't!
You'll bring down that fiery beam!



I knew it! You're afraid to stay and fight!

But running away won't save you!

We'll meet again! A goblin never forgets!

Blood! I wounded him!

You had your chance, Spider-Man.

Now, it's only a matter of time...

Thanksgiving dinner
at Harry and Peter's
college apartment.

Harry, this
is a wonderful
idea of your and
Peter's.

My
pleasure,
Aunt May.

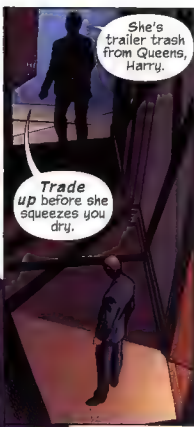
In times like
these, with so
much crime and
violence...

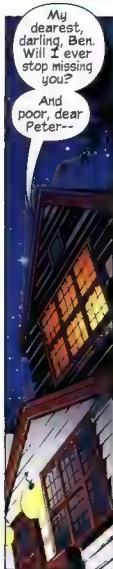
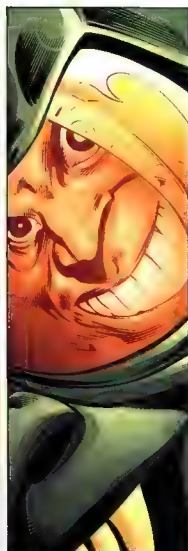
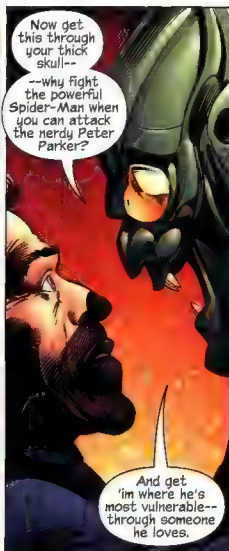
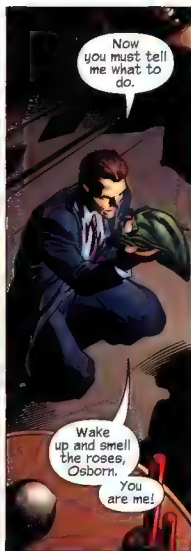
I'm so glad my son
Harry has such good
and decent friends.

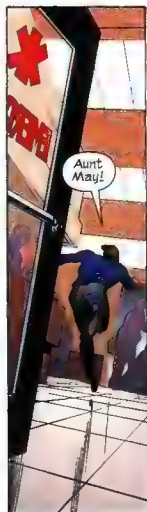
I think
I hear someone
coming now.

I can't
imagine what
can be keeping
Peter.













You saved me--
and the tram.

Hey, we're
not exactly
off the hook
yet.



Can you
slide down
a cable?

If I
have to.

You
have to!

Arms
getting tired?
Well, not to
worry--

--you won't
be hanging on
much longer!



Hey!
Who's
throwing
this stuff
at me?

C'mon,
fight back.
It's easy.

All you've
gotta do is
drop that
cable--

--and let
the people
in the tram
fall to their
death.



It's the people on the bridge.

What are they so mad about?

All I'm trying to do is kill the people in the cable car!

Get outta New York, you freak!

Leave Spider-Man alone!

Why don't you come up here and take us all on?!

Maybe they couldn't hurt the Goblin--

But they gave me time to let the tram down safely.


Uh oh! He's back!

You're a hard man to kill, Parker.

But I appreciate that. I hate the fun to end too soon.

Happy landings.

I'll be sure to say hi to your Aunt May when I visit her one last time!



You shouldn't have mentioned Aunt May like that Goblin.

You shouldn't have opened your mouth!!




Aaagghh!!



Ready, little man?

This is the wrap-up!

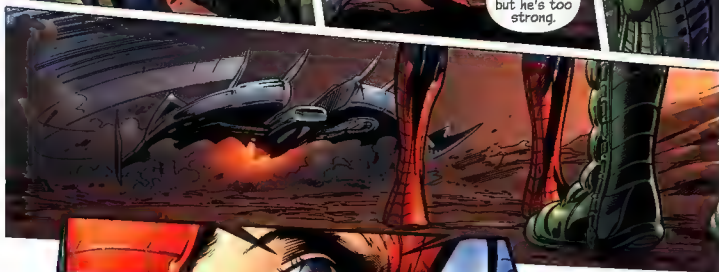


Get up, you **murderer!!**
Get up and finish what you--



No, Peter-- it's not me you want.

It's him, the Goblin. He's the bad one.





No one needs to know Norman Osborn's terrible secret.

It would break poor Harry's heart.

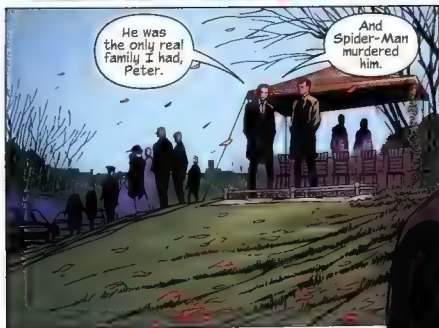
Dad!

What happened? Is he-- dead?

You killed him! You killed my father!

You'll pay for this Spider-Man.

You won't be able to hide from me forever.



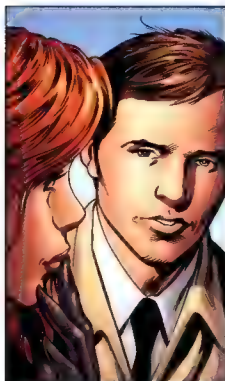
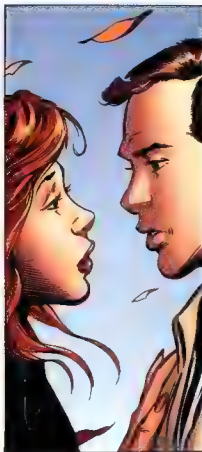
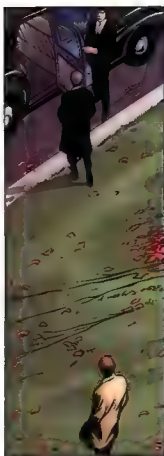
He was the only real family I had, Peter.

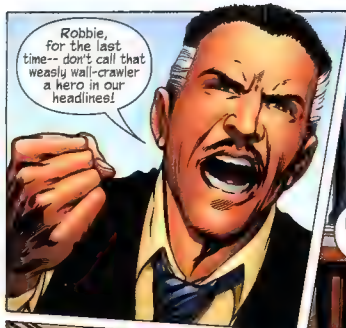
And Spider-Man murdered him.



And one day? One day he's going to pay for what he did or me.

But you Peter, you've always been there for me. You're a great friend.





Robbie,
for the last
time-- don't call that
weasly wall-crawler
a hero in our
headlines!



Get real, JJ! What else would
you call someone who saved
everybody on that tram?

I'd call
him lucky! You
know I hate
vigilantes!

Well,
most of our
readers
love this
one!

What are
Parker's clothes
doing in the
office?



Why can't
I be surrounded
with yes-men
like other
bosses?

So what
if superheroing
is tougher than
I thought?

So what
if some people
think I'm one of
the bad guys?



So what
if my life'll
always be in
danger?

This is
my blessing.
This is my
curse.

I'm
Spider-
Man.

THE
END!

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You saved me-- and the tram.

Hey, we're not exactly off the hook yet.

Can you slide down a cable?

If I have to.

You have to!

Arms getting tired? Well, not to worry-- --you won't be hanging on much longer!

Hey! Who's throwing this stuff at me?

C'mon, fight back. It's easy.

All you've gotta do is drop that cable--

--and let the people in the tram fall to their death.

It's the people on the bridge.

What are they so mad about?

All I'm trying to do is kill the people in the cable car!

Maybe they couldn't hurt the Goblin--

But they gave me time to let the tram down safely.

You're a hard man to kill, Parker. But I appreciate that. I hate the fun to end too soon.

Happy landings. I'll be sure to say hi to your Aunt May when I visit her one last time!

Get outta New York, you freak!

Leave Spider-Man alone!

Why don't you come up here and take us all on?!

Uh oh! He's back!



You saved me-- and the tram.

Hey, we're not exactly off the hook yet.

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